THE NEW AVENGERS
THE TRANSFORMERS
MARVEL LIMITED SERIES
3 of 4
DIRECT EDITION
RATED T+
$2.99 US $3.75 CAN
MOORE
KIRKHAM
REGLA
KWOK
IDW

COUNTDOWN TO LATVERIAN/SYMKARIAN WAR: T MINUS 5 HOURS, 38 MINUTES.

The European nations of SYMKARIA and LATVERIA stand on the brink of a devastating war. Investigating the crisis, CAPTAIN AMERICA and the NEW AVENGERS find a mysterious structure called the Array, which is saturating the two countries with mind-altering radiation. Its "Aggression Wave" nearly leads the Avengers to destroy themselves — and Spider-Man is taken captive within the Array.

Then OPTIMUS PRIME and his AUTOBOTS — extraterrestrial robots who can alter their bodies into vehicles — intervene. Prime explains that the Array is a weapon of MEGATRON and his DECEPTICONS, the Autobots' ancient enemies. The Decepticons hope to prod humanity into a self-destructive war, then strip Earth of its precious Energon fuel.

DOCTOR DOOM, despotic ruler of Latveria, claims not to be involved in the Decepticons' plan. Instead, he claims the Decepticons' mind-altering psycho-prism was stolen from one of his laboratories. Disgusted with the Avengers' and Autobots' efforts, Doom leaves, promising to avert the war through diplomacy.

Inside the Array, Megatron charges up his Decepticons with a special fuel derived from the captive Spider-Man's blood. The Decepticons attack, far more powerful than the Autobots have ever seen. But the Avengers have a secret weapon of their own...

MAN VS. MACHINE.
I'VE LIVED IN BOTH WORLDS, IF NOT FOR MACHINES--
--I WOULDN'T HAVE SURVIVED MY FIRST HEART ATTACK.
FZZZZAAP
FZZZZAAP
IRON MAN
BUT WHEN THE LINES ARE DRAWN--
--WHEN METAL STRIKES FLESH, AND INNOCENT PEOPLE GET GROUND UP IN THE GEARS--
Power Level: 93%.
--I KNOW WHERE I STAND.
Power Level: 88%. WARNING: Capacitors at maximum, levels dropping.

Art by TOP COW PRODUCTIONS, INC.

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NICE SUIT, BOSS.
LIKE I TOLD CAP, I'VE BEEN EXPECTING SOMETHING LIKE THIS.
MY INTEL INCLUDED REPORTS OF GIANT ALIEN ROBOTS, HIDDEN AMONG US, SO I FIGURED--FIGHT FIRE WITH FIRE, RIGHT?
FZZZAAAP
FZZZAAAP
UNFORTUNATELY, AT THIS SIZE--THE POWER DRAIN IS MURDER.
UH-OH--
Power level: 81%. Levels dropping.
--LOOK ALIVE!
VOOP

PRIME?
I'M...ALL RIGHT, RATCHET.
YOU MUST--GET INSIDE THE ARRAY. THAT'S THE KEY...TO ALL OF THIS...

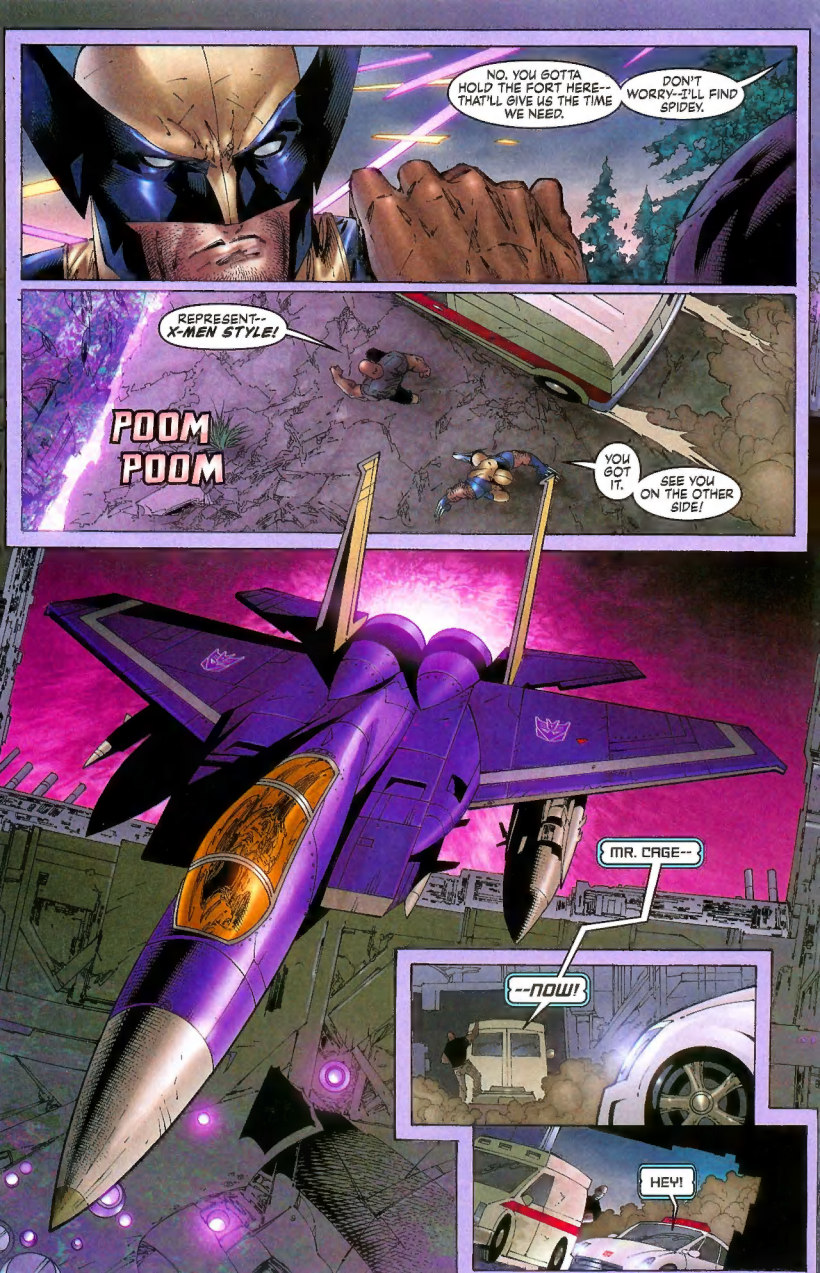
WE'RE NOT... COORDINATING OUR STRATEGY WELL.
WHERE IS THE HUMANS' LEADER...?
HEY!

WE'RE GETTING KILLED HERE!
I KNOW...

"O SAY, CAN YOU SEE--
"--BY THE DAWN'S EARLY LIGHT?"

I CAN.
PKOW
PKOW
PKOW
PKOW
Power level: 76%. Recharging.
I'M GOING IN.
BACK ME UP!
"BACK ME UP!"?
WITH WHAT?
AARRRHHH!

THIS IS NOT A CAGE-SIZED FIGHT.
POOM POOM POOM
YO, RATCH!
BATTLE'S OVER HERE, MAN!
I'M AWARE OF THAT, MR. CAGE.
BUT I BELIEVE I'VE DETECTED A WEAKNESS IN THE ARRAY'S FORCE FIELD.
WHEN THE FIRST DECEPTICONS CAME OUT, THEY HAD TO LOWER THE FIELD FIRST. RIGHT HERE.
IF I CAN WEAKEN IT ENOUGH--
WE MIGHT BE ABLE TO GET INSIDE. LIKE HOW WE GOT INTO THE ARRAY THE FIRST TIME.
THAT ONE DIDN'T WORRY ABOUT THE FORCE FIELD...
NO. SKYWARP CAN CREATE HIS OWN PORTALS IN SPACE.
BUT NONE OF THE OTHERS POSSESS THAT ABILITY.
I HEARD THAT. IF YOU GUYS ARE GOIN' IN--
--I'M COMIN' WITH YOU.


NO. YOU GOTTA HOLD THE FORT HERE-- THAT'LL GIVE US THE TIME WE NEED.
DON'T WORRY--I'LL FIND SPIDEY.
REPRESENT-- X-MEN STYLE!
POOM POOM
YOU GOT IT.
SEE YOU ON THE OTHER SIDE!
MR. CAGE--
--NOW!
HEY!

PROWL!
WHAT ARE YOU--
YOU'VE BEEN KNOWN TO PUT HUMAN PRIORITIES AHEAD OF OUR OWN, RATCHET.
I'M HERE TO SEE THAT DOESN'T HAPPEN AGAIN.
OUR OBJECTIVE IS TO DESTROY THE PSYCHO-PRISM.
THAT'S ALL.
YEAH? WELL, A FRIEND OF MINE'S BEING HELD CAPTIVE IN HERE-- MAYBE DYING--
--AND I DON'T THINK YOU'RE GONNA STOP ME FROM FINDIN' HIM.
PROWL...CAN YOU GET A LOCK ON THE PRISM?
I AIN'T CONFUSED.
I'M GOING AFTER SPIDER-MAN.
SAVE IT, RATCHET. GO WITH THE HUMAN-- KEEP HIM FROM GETTING HIS FLESHY LITTLE BODY CRUSHED.
I'LL JUST SAVE THIS PLANET MYSELF.
PROWL...I...
MULTIPLE RADIATION READINGS ARE CONFUSING MY SCANNERS...BUT IT'S SOMEWHERE DOWN THIS WAY.

HE'S A HARD ONE, YOUR COMMANDING OFFICER?
MY SUPERIOR.
HE'S HAD HIS AUTHORITY DIMINISHED LATELY. NO FAULT OF HIS OWN...BUT I THINK HE'S A BIT SENSITIVE ABOUT IT.
HOW DO YOU PROPOSE TO FIND YOUR FRIEND?
THE CHAMBER WHERE THEY FIRST AMBUSHED US WAS DOWN THIS WAY. SO I'M THINKIN'--
UUUUHHH...
SCREEEEE
WELL.
AS YOU HUMANS SAY:
POOM
WORKS FOR ME!
BA-WHAMM

MEGATRON!
UUHHH...
OH
CHRISTMAS!

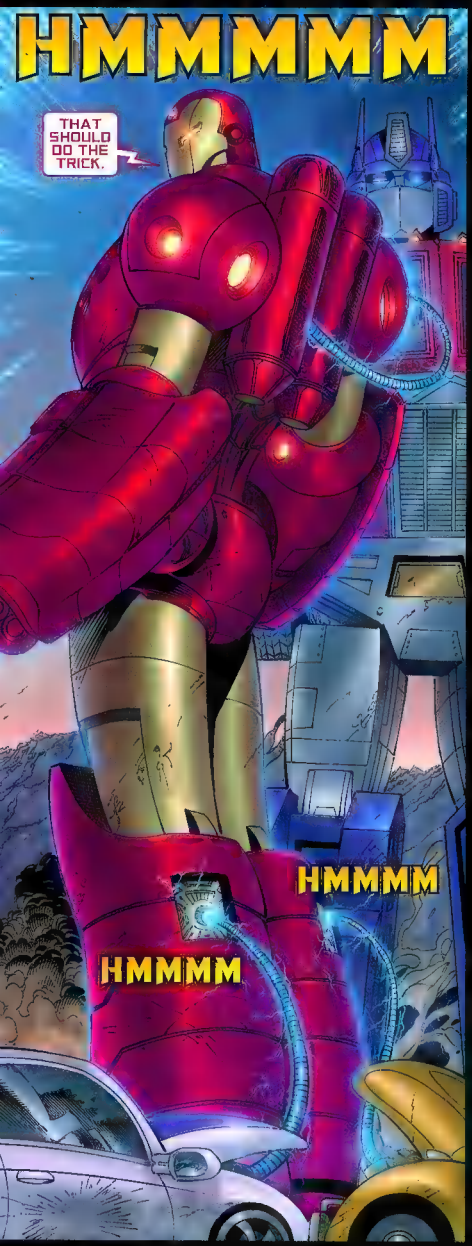
ZZZZZZAP
WHUMP
WHA-
WHAAAN
THAT...
...WENT VERY WELL...!

FIFTH DOOR I'VE KICKED DOWN.
THIS ONE BETTER BE--
KWAAM
RAMJET!
PROWL--
WHAT ARE YOU DOING ON EARTH?
YOU KNOW...I'VE BEEN ASKING MYSELF THE SAME QUESTION...
...EVER SINCE MEGATRON GAVE ME THIS LOWLY GUARD DUTY.
IT'S DIFFICULT WHEN OUR LEADERS DON'T RESPECT US.
ISN'T IT?
THE PSYCHO-PRISM. STAND AWAY FROM IT, RAMJET.
I WON'T ASK YOU TWICE.

...
ALL RIGHT...
ZZZZTTTTTT
AAAHHHHH!
HA!
SUCKER.
MEET OUR NEW PARTNER.

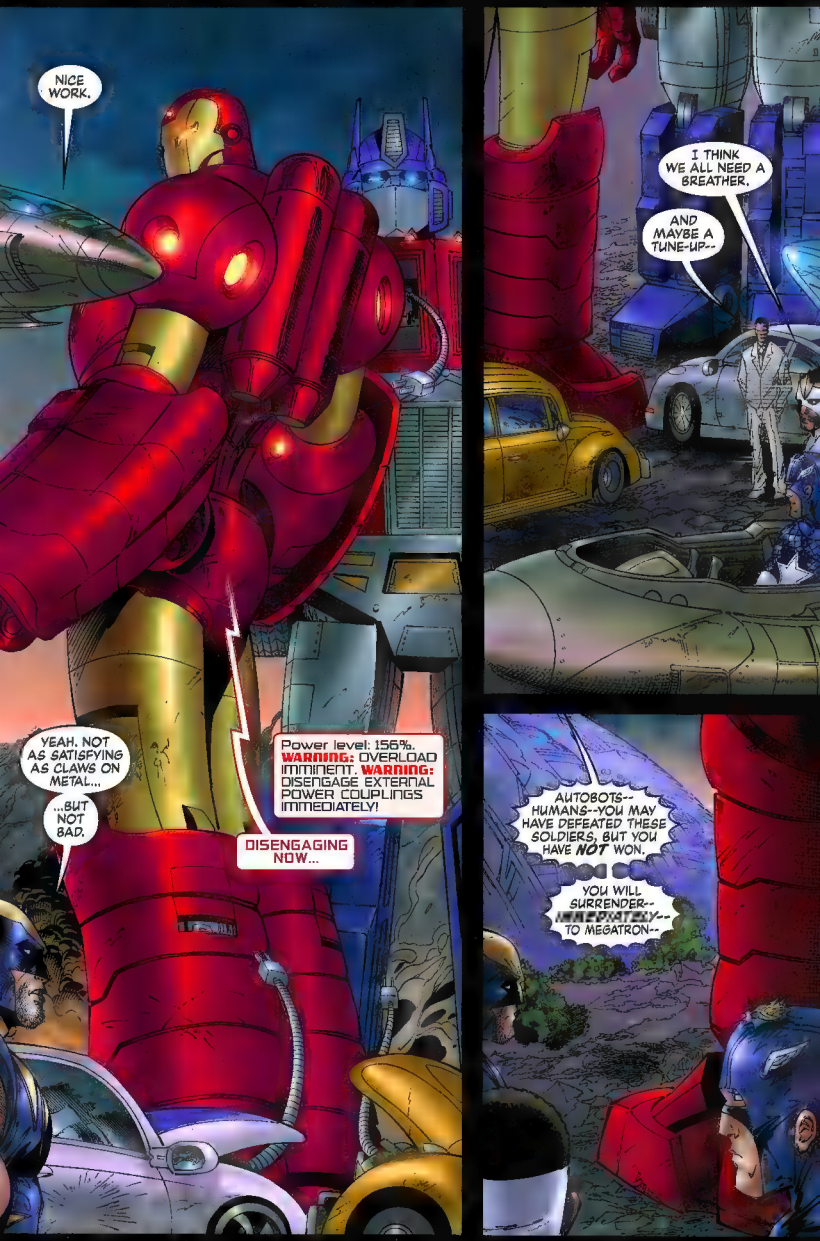
CAP--- COME IN.
WHAT'S YOUR SITUATION?
PKOW
FZZZAAP
Power level: 64%. Warning: Capacitors at redline, levels dropping.
WE'RE A LITTLE OUTGUNNED HERE, IRON MAN.
ANY CHANCE OF AN ASSIST?
SURE.
WHAK

SOMEHOW, THE DECEPTICONS HAVE ACCESS TO MORE RAW POWER THAN USUAL. WE NEED THE SAME.
IRON MAN...WHAT IS YOUR ARMOR'S CIRCUITRY COMPOSED OF?
KRRSHHUKK
CARBON NANOTUBE TRANSISTORS, PRINTED ON SILICON WAFERS...
CAPACITY'S ABOUT FIFTEEN AMPERES...
THAT SHOULD BE SUFFICIENT.
JAZZ--
BUMBLEBEE--
--FALL BACK AND FORM ON ME!
I GET YOU.
PREPARING FOR EXTERNAL POWER INPUT.
VVVVT
VVVVT
VVVVT


HMMMMM
THAT SHOULD DO THE TRICK.
HMMMM
HMMMM

FZZZAAAP
FZZZAAAP

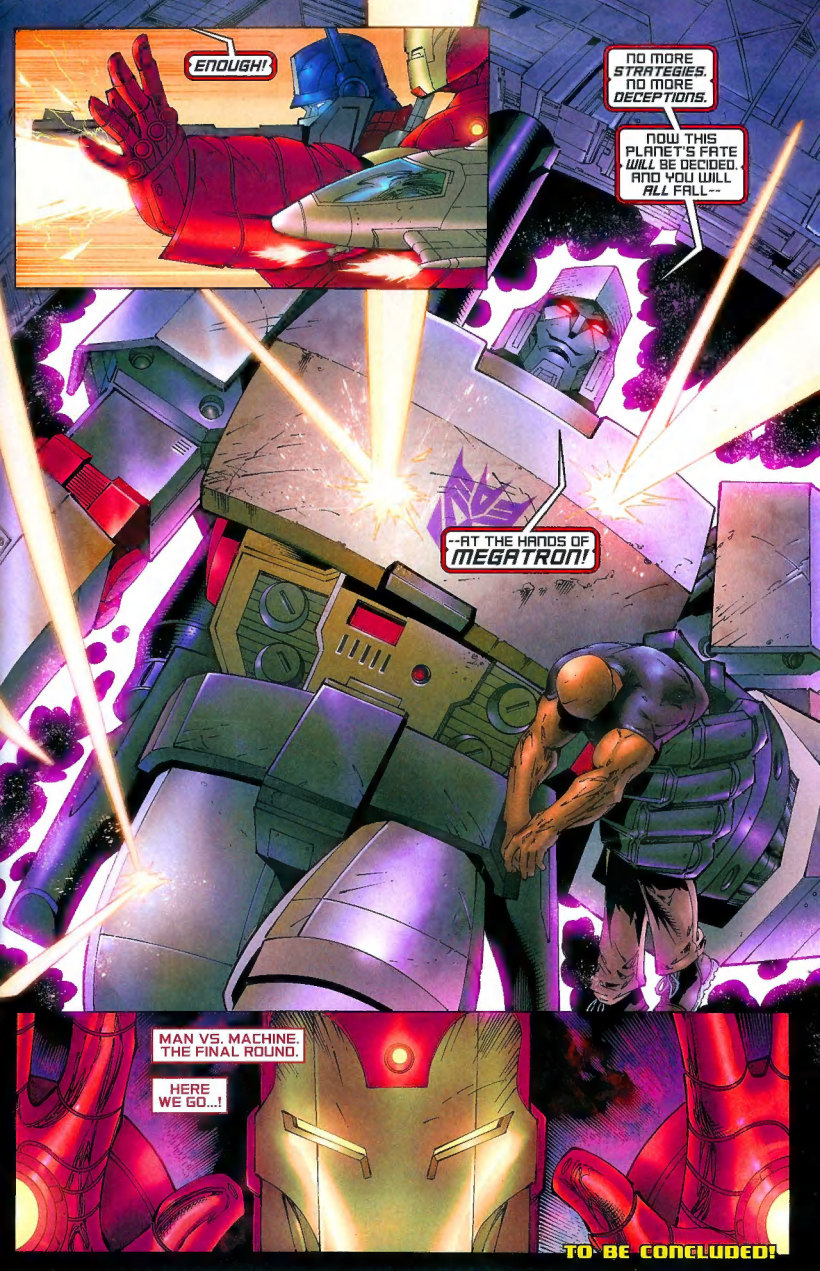
KA-RASH


NICE WORK.
YEAH. NOT AS SATISFYING AS CLAWS ON METAL...
...BUT NOT BAD.
Power level: 156%. WARNING: OVERLOAD IMMINENT. WARNING: DISENGAGE EXTERNAL POWER COUPLINGS IMMEDIATELY!
DISENGAGING NOW...
I THINK WE ALL NEED A BREATHER.
AND MAYBE A TUNE-UP--
AUTOBOTS--HUMANS--YOU MAY HAVE DEFEATED THESE SOLDIERS, BUT YOU HAVE NOT WON.
YOU WILL SURRENDER--IMMEDIATELY--TO MEGATRON--

--AND TO DOOM.
DOOM.
I KNEW HE WAS IN ON THIS!
DOCTOR DOOM HAS AGREED TO RID US IN TAKING CONTROL OF THIS WORLD--IN EXCHANGE FOR DOMINION OVER ITS REMAINS.
I KNOW YOU CAN HEAR ME, OPTIMUS PRIME. OUR WAR HAS RAGED BITTERLY FOR EONS--BUT NOW IT IS OVER.
YOUR TIME IS PAST--
--OLD SOLDIER.

SURRENDER IMMEDIATELY--OR YOUR PEOPLE DIE.
WE AWAIT YOUR ANSWER.
SPK
AVENGERS--YOU MUST DESTROY THE ARRAY QUICKLY.
I WILL AID YOU AS MUCH AS I CAN IN MY WEAKENED--
WHAT?!
OUR TEAMMATES ARE STILL IN THERE!
AND SO ARE YOURS!
A FEW HUMANS ARE EXPENDABLE--
SHE'S RIGHT. IF WE DON'T STOP THEM, YOU DON'T KNOW WHAT THEY'LL DO TO EARTH.
I'VE SEEN IT!
HOW HIGH UP IN SPACE YOU GOT TO FLY, LADY--
--BEFORE YOU CAN'T SEE THE PEOPLE ANYMORE?
OUR PRIORITY IS STOPPING THE SYMKARIAN WAR--
ALL I KNOW IS-- I AIN'T LEAVIN' SPIDEY AND CAGE TO DIE.
HUMANS-- PLEASE.
LISTEN TO ME...

THEY ARE ATTACKING AGAIN.
USELESS HUMAN--
ZZZZZAT
--YOU SAID THEY WOULD SURRENDER!
AH, WELL, AS EVER, HUMANS PROVE WEAK PLAY-THINGS.
THERE IS AN OLD CYBERTRONIAN PROVERB: IF YOU TRULY WISH ORGANIC BEINGS TO BE BATTERED INTO A THIN PASTE--
--YOU MUST DO IT YOURSELF.


ENOUGH!
NO MORE STRATEGIES. NO MORE DECEPTIONS.
NOW THIS PLANET'S FATE WILL BE DECIDED. AND YOU WILL ALL FALL--
--AT THE HANDS OF MEGATRON!
MAN VS. MACHINE. THE FINAL ROUND.
HERE WE GO...!
TO BE CONCLUDED!

NEXT ISSUE:

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